

Bidding Procedures Hearing Date: March 19, 2008
Bidding Procedures Objection Deadline: March 17, 2008
Sale Hearing Date: April 30, 2008
Sale Hearing Objection Deadline: April 23, 2008

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Electrical, Salaried, Machine and Furniture Workers,
Communications Workers of America ("IUE-CWA")
and Its Affiliated Local 755 and Its Members**

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
In re DELPHI CORPORATION, <i>et al.</i>,)	
)	05-44481 (RDD)
Debtors.)	(Jointly Administered)
)	

**LIMITED OBJECTION OF IUE-CWA AND AFFILIATED LOCAL
755 TO DEBTORS' PROPOSED SALE OF THE KETTERING FACILITY TO
TENNECO**

The International Union of Electronic, Electrical, Salaried, Machine and Furniture Workers-Communications Workers of America ("IUE-CWA"), and Local 755 and its members, by and through their counsel, hereby submit this limited objection to the Expedited Motion to Approve Bidding Procedures and Authorizing Sale of DAS LLC Machinery, Equipment and Inventory at the Kettering, Ohio facility to Tenneco or any other bidder that does not have a fully completed collective bargaining agreement with IUE-CWA and Local 755 prior to said sale.

BACKGROUND

1. On March 7, 2008 Debtors filed an Expedited Motion to Approve Bidding Procedures and Authorizing Sale of DAS LLC Machinery, Equipment and Inventory at the Kettering, Ohio facility (“Motion”). The sale contemplates a transfer of the Kettering, Ohio facility and equipment to Tenneco, Inc. along with a commitment by General Motors Corporation to purchase products from the facility through 2011.

2. The Motion acknowledges that the Kettering, Ohio damper business has net annual revenues exceeding \$100 million and currently employs 420 active hourly employees represented by the IUE-CWA and Local 755. See Motion Paragraph 16. The Motion also states that:

- the Purchaser would covenant to maintain no fewer than 200 hourly manufacturing jobs at the Kettering facility through October 12, 2011, Motion Paragraph 21(g), and
- the sale is conditioned upon Purchaser’s delivery to Seller of an executed written agreement with the IUE-CWA providing that Seller has satisfied all of its obligations relating to all applicable IUE-CWA-Delphi collective bargained “Sale of Business” and successor provisions and upon execution by Seller, the Purchaser, the IUE-CWA and General Motors of a satisfactory Memorandum of Understanding regarding the effects of the transaction upon bargaining unit members, Motion paragraph 21(I) and paragraph 30(g);

3. The IUE-CWA is fully supportive of a sale of the Kettering Facility to an appropriate purchaser upon the terms noted above but the Motion also states at paragraph 27(a) that “[Tenneco] has entered into an August 5, 2007 collective bargaining agreement with the

IUE-CWA (the “Purchaser CBA”).” The Tenneco CBA would govern the employment by the Purchaser of the Kettering Hourly Employees, subject to possible modification by a memorandum of understanding between Delphi, the Purchaser, GM and the IUE-CWA regarding the effects of the sale upon bargaining unit members (the “Effects MOU”).

4. It is accurate to state that the IUE-CWA and Tenneco did enter into an agreement on August 5, 2007. That agreement was, however, expressly subject to the subsequent negotiation of subsequent terms that were not able to be resolved in the intensive all night negotiations that preceded the finalization of an overall settlement between Delphi and the IUE-CWA (and General Motors and other employers) at the same time in August, 2007. In fact, since August 5, 2007, the IUE-CWA and Tenneco have not been able to reach a final agreement that would enable the IUE-CWA to waive the non-sale provisions of its agreement with Delphi for the Kettering facility.

5. The August 5, 2007 Tenneco and IUE-CWA agreement was and is incomplete and does not satisfy the provisions of the paragraphs 21 and 30 of the proposed motion.

6. The IUE-CWA and Local 755 are willing to meet and address the unresolved issues involving the Kettering facility but it is inappropriate for the Court to create sales procedures which contemplate an eventual sale of this facility based on a misunderstanding of the extent of the current agreement between the IUE-CWA and Tenneco on a successor collective bargaining agreement.

7. It is therefore requested that consideration of this motion be postponed until the IUE-CWA, Local 755, Delphi, General Motors, Delphi and Tenneco have reached agreement on the terms of a successor collective bargaining agreement for the Kettering facility and on an effects memorandum concerning the impact of the sale on Kettering employees.

CONCLUSION

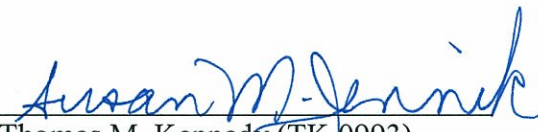
For all of the foregoing reasons, consideration of the proposed Motion to establish sales procedures for the Kettering, Ohio Delphi facility should be adjourned until IUE-CWA, Local 755, Delphi, General Motors, Delphi and Tenneco have reached agreement on the terms of a successor collective bargaining agreement for the Kettering facility and on an effects memorandum concerning the impact of the sale on Kettering employees.

Dated: New York, New York
March 17, 2008

Respectfully submitted,

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Members

By:



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